

Citizens First Bancorp, Inc.
Nominating Committee Charter

1. Statement of Policy

The Nominating Committee shall provide assistance to the board of directors in fulfilling the board of directors' responsibilities for director and committee nominations and appointments, corporate governance by the board of directors, and selection of (and succession to) a chief executive officer.

2. Organization

The members of the Nominating Committee shall be appointed by the board of directors and may be removed by the board of directors. The Nominating Committee shall meet on the call of its chairman. The Nominating Committee has the sole authority to retain and terminate any consulting or search firm to be used to identify director candidates, including the sole authority to approve the firm's fees and other retention terms. There will be not more than three members of the Nominating Committee. A majority of the members of the Nominating Committee shall be a quorum to transact business.

3. Qualifications

The Nominating Committee shall be composed entirely of independent directors, determined by the board of directors under the Citizens First Bancorp Corporate Governance Guidelines.

4. Powers, Duties, and Responsibilities

In discharging its responsibilities regarding identifying and proposing director nominees, and regarding committees of the board of directors, the Nominating Committee shall:

- Actively identify on an ongoing basis qualified candidates for election or appointment to the board of directors, and to submit from time to time to the Chair of the Nominating Committee their identity, together with supporting information about their qualifications;
- In accordance with applicable statutory and regulatory provisions, consider and evaluate any shareholder suggestions regarding candidates for election or appointment to the board of directors, where such recommendations are supported by adequate information about the candidates' qualifications; and to include such evaluations in the Nominating Committee's recommendations to the whole board of directors;

- Recommend to the whole board of directors proposed nominees for appointment as directors by the board of directors;
- Recommend to the whole board of directors the number of directors to be fixed by the board of directors to constitute the whole board of directors;
- Recommend to the whole board of directors proposed nominees for nomination by the board of directors for approval by shareholders at annual meetings of shareholders or special meetings of shareholders;
- Recommend to the board of directors the establishment, charter and membership of the various committees of the board of directors;
- Periodically review and if necessary or appropriate, update this charter for consideration by the board of directors;
- Evaluate annually the performance and function of the members of the board of directors and of the Nominating Committee;
- Report the matters considered and actions taken by the Nominating Committee to the board of directors; and
- Have the power to engage independent advisors to assist in the above powers, duties and responsibilities.

5. Chief Executive Officer Succession

In discharging its responsibilities to provide assistance to the board of directors regarding the selection of a chief executive officer, the Nominating Committee shall:

- In the event of the death or resignation of the chief executive officer, make an immediate appointment of an interim chief executive officer to serve until further action by the full board of directors.
- In the event of vacancy as chief executive officer, make an immediate recommendation to the board of directors regarding interim management.
- In the event of any actual or anticipated vacancy as chief executive officer, recommend to the whole board of directors one or more nominees as chief executive officer, for review by the whole board of directors.